

Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation

2007

Note: The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2007, or tax year beginning , and ending

G Check all that apply: ☐ Initial return ☐ Final return ☐ Amended return ☐ Address change ☐ Name changeUse the IRS label. Name of foundation
ROSE-MARIE AND JACK R. ANDERSON
Otherwise, print FOUNDATION

A Employer identification number

75-2542403

Number and street (or P O box number if mail is not delivered to street address) Room/suite
16475 DALLAS PARKWAY 735B Telephone number
(972) 248-7350City or town, state, and ZIP code
ADDISON, TX 75001C If exemption application is pending, check here ☐
D 1. Foreign organizations, check here ☐
2. Foreign organizations meeting the 85% test, check here and attach computation ☐H Check type of organization: ☒ Section 501(c)(3) exempt private foundation
☐ Section 4947(a)(1) nonexempt charitable trust ☐ Other taxable private foundationE If private foundation status was terminated under section 507(b)(1)(A), check here ☐I Fair market value of all assets at end of year (from Part II, col. (c), line 16) J Accounting method: ☒ Cash ☐ Accrual
☐ Other (specify)F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here ☐

▶ \$ 53,727,488. (Part I, column (d) must be on cash basis.)

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1	Contributions, gifts, grants, etc., received	2,179,110.		N/A	
2	Check <input type="checkbox"/> If the foundation is not required to attach Sch. B				
3	Interest on savings and temporary cash investments	131,981.	131,981.		STATEMENT 2
4	Dividends and interest from securities	1,545,335.	1,545,335.		STATEMENT 3
5a	Gross rents	205.	205.		STATEMENT 4
b	Net rental income or (loss)	205.			
6a	Net gain or (loss) from sale of assets not on line 10	898,347.			STATEMENT 1
b	Gross sales price for all assets on line 6a	14,444,648.			
7	Capital gain net income (from Part IV, line 2)		2,130,631.		
8	Net short-term capital gain				
9	Income modifications				
10a	Gross sales less returns and allowances				
b	Less Cost of goods sold				
c	Gross profit or (loss)				
11	Other income	6,121.	6,121.		STATEMENT 5
12	Total. Add lines 1 through 11	4,761,099.	3,814,273.		
13	Compensation of officers, directors, trustees, etc	63,000.	15,750.		47,250.
14	Other employee salaries and wages				
15	Pension plans, employee benefits				
16a	Legal fees STMT 6	14,157.	0.		14,157.
b	Accounting fees STMT 7	4,715.	1,179.		3,536.
c	Other professional fees STMT 8	35,475.	10,369.		25,106.
17	Taxes STMT 9	212.	212.		0.
18	Depreciation and depletion	5,088.	88.		0.
19	Occupancy				
20	Travel, conferences, and meetings	4,000.	0.		4,000.
21	Other expenses STMT 10	21,294.	21,146.		148.
22	Total operating and administrative expenses. Add lines 13 through 23	147,941.	48,744.		94,197.
23	Contributions, gifts, grants paid	2,337,968.			2,337,968.
24	Total expenses and disbursements. Add lines 24 and 25	2,485,909.	48,744.		2,432,165.
25	Subtract line 26 from line 12:				
a	Excess of revenue over expenses and disbursements	2,275,190.			
b	Net investment income (if negative, enter -0-)		3,765,529.		
c	Adjusted net income (if negative, enter -0-)			N/A	

LHA For Privacy Act and Paperwork Reduction Act Notice, see the instructions.

Form 990-PF (2007)

**ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION**

Part II Balance Sheets		Attached schedules and amounts in the description column should be for end-of-year amounts only		Beginning of year	End of year	
				(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash - non-interest-bearing				
	2	Savings and temporary cash investments		1,304,139.	4,284,694.	4,284,694.
	3	Accounts receivable ▶				
		Less: allowance for doubtful accounts ▶				
	4	Pledges receivable ▶				
		Less: allowance for doubtful accounts ▶				
	5	Grants receivable				
	6	Receivables due from officers, directors, trustees, and other disqualified persons				
	7	Other notes and loans receivable ▶				
		Less: allowance for doubtful accounts ▶				
	8	Inventories for sale or use				
	9	Prepaid expenses and deferred charges				
	10a	Investments - U.S. and state government obligations STMT 11	21,055,280.	11,977,238.	12,058,240.	
	b	Investments - corporate stock STMT 12	21,569,131.	28,813,599.	35,879,788.	
	c	Investments - corporate bonds				
11	Investments - land, buildings, and equipment basis ▶					
	Less: accumulated depreciation ▶					
12	Investments - mortgage loans					
13	Investments - other					
14	Land, buildings, and equipment basis ▶ 24,833.					
	Less: accumulated depreciation STMT 13 ▶ 24,833.					
15	Other assets (describe ▶ STATEMENT 14)	353,419.	1,481,628.	1,504,766.		
16	Total assets (to be completed by all filers)	44,281,969.	46,557,159.	53,727,488.		
Liabilities	17	Accounts payable and accrued expenses				
	18	Grants payable				
	19	Deferred revenue				
	20	Loans from officers, directors, trustees, and other disqualified persons				
	21	Mortgages and other notes payable				
	22	Other liabilities (describe ▶)				
23	Total liabilities (add lines 17 through 22)	0.	0.			
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/>					
	and complete lines 24 through 26 and lines 30 and 31.					
	24	Unrestricted				
	25	Temporarily restricted				
	26	Permanently restricted				
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/>					
	and complete lines 27 through 31.					
	27	Capital stock, trust principal, or current funds	0.	0.		
28	Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.			
29	Retained earnings, accumulated income, endowment, or other funds	44,281,969.	46,557,159.			
30	Total net assets or fund balances	44,281,969.	46,557,159.			
31	Total liabilities and net assets/fund balances	44,281,969.	46,557,159.			

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	44,281,969.
2	Enter amount from Part I, line 27a	2	2,275,190.
3	Other increases not included in line 2 (itemize) ▶	3	0.
4	Add lines 1, 2, and 3	4	46,557,159.
5	Decreases not included in line 2 (itemize) ▶	5	0.
6	Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	46,557,159.

**ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION**

75-2542403 Page 3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a				
b SEE ATTACHED STATEMENTS				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e 14,444,648.		12,314,017.	2,130,631.	
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(I) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))	
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any		
a				
b				
c				
d				
e			2,130,631.	
2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7 }			2	2,130,631.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c) If (loss), enter -0- in Part I, line 8			3	N/A

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2006	2,145,685.	49,032,798.	.043760
2005	2,042,556.	45,094,653.	.045295
2004	1,725,051.	40,263,433.	.042844
2003	1,750,847.	37,460,116.	.046739
2002	1,783,573.	35,487,368.	.050259
2 Total of line 1, column (d)			2 .228897
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 .045779
4 Enter the net value of noncharitable-use assets for 2007 from Part X, line 5			4 52,267,081.
5 Multiply line 4 by line 3			5 2,392,735.
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 37,655.
7 Add lines 5 and 6			7 2,430,390.
8 Enter qualifying distributions from Part XII, line 4			8 2,432,165.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.
See the Part VI instructions.

ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION

75-2542403 Page 4

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling letter: _____ (attach copy of ruling letter if necessary-see instructions)		1	37,655.
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input checked="" type="checkbox"/> and enter 1% of Part I, line 27b		2	0.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b)		3	37,655.
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
3 Add lines 1 and 2		5	37,655.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)			
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-			
6 Credits/Payments:			
a 2007 estimated tax payments and 2006 overpayment credited to 2007	6a 46,144.	7	46,144.
b Exempt foreign organizations - tax withheld at source	6b	8	
c Tax paid with application for extension of time to file (Form 8868)	6c	9	
d Backup withholding erroneously withheld	6d	10	8,489.
7 Total credits and payments. Add lines 6a through 6d		11	0.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached			
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed			
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid			
11 Enter the amount of line 10 to be: Credited to 2008 estimated tax 8,489. Refunded			

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
c Did the foundation file Form 1120-POL for this year?		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities.		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T.		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV.	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) TX		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2007 or the taxable year beginning in 2007 (see instructions for Part XIV)? If "Yes," complete Part XIV		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses		X

N/A

Form 990-PF (2007)

Part VII-A Statements Regarding Activities (continued)

11a	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule. (see instructions)	11a		X
b	If "Yes," did the foundation have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in the attachment for line 11a?	11b		
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► N/A	13	X	
14	The books are in care of ► NEIL R. ANDERSON Telephone no. ► 972-248-7350 Located at ► 16475 DALLAS PARKWAY, SUITE 735, ADDISON, TX ZIP+4 ► 75001			
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year	15		N/A

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.

	Yes	No
1a During the year did the foundation (either directly or indirectly):		
(1) Engage in the sale or exchange, or leasing of property with a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(3) Furnish goods, services, or facilities to (or accept them from) a disqualified person?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person?	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No	
(5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
(6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.)	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here		X
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2007?		X
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)):		
a At the end of tax year 2007, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2007? If "Yes," list the years ►	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.)	N/A	
c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ►		
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year?	<input type="checkbox"/> Yes <input checked="" type="checkbox"/> No	
b If "Yes," did it have excess business holdings in 2007 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2007.)	N/A	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?		X
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2007?		X

Form 990-PF (2007)

ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION

75-2542403 Page 6

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

- (1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No
- (2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No
- (3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No
- (4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? ☐ Yes ☒ No
- (5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? ☐ Yes ☒ No

Organizations relying on a current notice regarding disaster assistance check here ☐

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? ☐ Yes ☒ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d). N/A

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If you answered "Yes" to 6b, also file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? ☐ Yes ☒ No

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation.

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
SEE STATEMENT 15		63,000.	0.	0.

2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 ☐ 0

Form 990-PF (2007)

Part VIII**Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** (continued)**3** Five highest-paid independent contractors for professional services. If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
		0

Total number of others receiving over \$50,000 for professional services

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

	Expenses
1 N/A	
2	
3	
4	

Part IX-B Summary of Program-Related Investments

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.		Amount
1	N/A	
2		
All other program-related investments. See instructions.		
3		
Total. Add lines 1 through 3		0.

Total. Add lines 1 through 3

Form 990-PF (2007)

ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	50,995,577.
b	Average of monthly cash balances	1b	2,066,360.
c	Fair market value of all other assets	1c	1,089.
d	Total (add lines 1a, b, and c)	1d	53,063,026.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	53,063,026.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	795,945.
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	52,267,081.
6	Minimum investment return. Enter 5% of line 5	6	2,613,354.

Part XI Distributable Amount (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	2,613,354.
2a	Tax on investment income for 2007 from Part VI, line 5	2a	37,655.
b	Income tax for 2007. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	37,655.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	2,575,699.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	2,575,699.
6	Deduction from distributable amount (see instructions)	6	0.
7	Distributable amount as adjusted. Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	2,575,699.

Part XII Qualifying Distributions (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	2,432,165.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	2,432,165.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	37,655.
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	2,394,510.

Note: The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Part XIII Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2006	(c) 2006	(d) 2007
1 Distributable amount for 2007 from Part XI, line 7				2,575,699.
2 Undistributed income, if any, as of the end of 2006				
a Enter amount for 2006 only			2,310,644.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2007:				
a From 2002				
b From 2003				
c From 2004				
d From 2005				
e From 2006				
f Total of lines 3a through e	0.			
4 Qualifying distributions for 2007 from Part XII, line 4: ▶ \$ 2,432,165.				
a Applied to 2006, but not more than line 2a			2,310,644.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2007 distributable amount				121,521.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2007 (If an amount appears in column (d), the same amount must be shown in column (a))	0.			0.
6 Enter the net total of each column as indicated below:				
a Corpus Add lines 3f, 4c, and 4e Subtract line 5	0.			
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2006. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2007. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2008				2,454,178.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3)	0.			
8 Excess distributions carryover from 2002 not applied on line 5 or line 7	0.			
9 Excess distributions carryover to 2008. Subtract lines 7 and 8 from line 6a	0.			
10 Analysis of line 9:				
a Excess from 2003				
b Excess from 2004				
c Excess from 2005				
d Excess from 2006				
e Excess from 2007				

Part XIV Private Operating Foundations (see instructions and Part VII-A, question 9)

N/A

1 a If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2007, enter the date of the ruling

**b Check box to indicate whether the foundation is a private operating foundation described in section**

☐ 4942(j)(3) or ☐ 4942(j)(5)

2 a Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed

b 85% of line 2a

c Qualifying distributions from Part XII,
line 4 for each year listed

d Amounts included in line 2c not used directly for active conduct of exempt activities

e Qualifying distributions made directly for active conduct of exempt activities.

Subtract line 2d from line 2c

3 Complete 3a, b, or c for the alternative test relied upon:

a "Assets" alternative test - enter:
(1) Value of all assets

(2) Value of assets qualifying under section 4942(j)(3)(B)(i)

b "Endowment" alternative test - enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed

c "Support" alternative test - enter:

(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)

(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)

(3) Largest amount of support from an exempt organization

(4) Gross investment income

[illegible]

Part XV	Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see the instructions.)
----------------	--

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

SEE STATEMENT 16

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

NONE

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:

N/A

b The form in which applications should be submitted and information and materials they should include:

N/A

c Any submission deadlines:

N/A

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

N/A

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				

0.

Part XVI-A Analysis of Income-Producing Activities

Enter gross amounts unless otherwise indicated.

Enter gross amounts unless otherwise indicated.		Unrelated business income		Excluded by section 512, 513, or 514		(e) Related or exempt function income
	(a) Business code	(b) Amount	(c) Exclu- sion code	(d) Amount		
1 Program service revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
f _____						
g Fees and contracts from government agencies						
2 Membership dues and assessments						
3 Interest on savings and temporary cash investments			14	131,981.		
4 Dividends and interest from securities			14	1,545,335.		
5 Net rental income or (loss) from real estate:						
a Debt-financed property						
b Not debt-financed property			16	205.		
6 Net rental income or (loss) from personal property						
7 Other investment income			14	6,121.		
8 Gain or (loss) from sales of assets other than inventory			18	898,347.		
9 Net income or (loss) from special events						
10 Gross profit or (loss) from sales of inventory						
11 Other revenue:						
a _____						
b _____						
c _____						
d _____						
e _____						
12 Subtotal. Add columns (b), (d), and (e)		0.		2,581,989.		0.
13 Total. Add line 12, columns (b), (d), and (e)					13	2,581,989.

(See worksheet in line 13 instructions to verify calculations.)

Part XVI-B Relationship of Activities to the Accomplishment of Exempt Purposes

[illegible]

Part XVII	Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations
------------------	--

- | | | Yes | No |
|----------|--|-----|----------|
| 1 | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations? | | |
| a | Transfers from the reporting foundation to a noncharitable exempt organization of: | | |
| | (1) Cash | | X |
| | (2) Other assets | | X |
| b | Other transactions: | | |
| | (1) Sales of assets to a noncharitable exempt organization | | X |
| | (2) Purchases of assets from a noncharitable exempt organization | | X |
| | (3) Rental of facilities, equipment, or other assets | | X |
| | (4) Reimbursement arrangements | | X |
| | (5) Loans or loan guarantees | | X |
| | (6) Performance of services or membership or fundraising solicitations | | X |
| c | Sharing of facilities, equipment, mailing lists, other assets, or paid employees | | X |
| d | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. | | |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Paid Preparer's Use Only	Signature of officer or trustee <i>D. K. Anderson</i>		Date <i>11/17/08</i>		Title <i>President</i>	
	Preparer's signature <i>Dra Newclow</i>		Date <i>11/13/08</i>		Check if self-employed <input type="checkbox"/>	
Firm's name (or yours if self-employed), address, and ZIP code WEAVER AND TIDWELL, L.L.P. 12221 MERIT DRIVE, SUITE 1400 DALLAS, TEXAS 75251		Preparer's SSN or PTIN		EIN <input type="text"/>		
				Phone no. (972) 490-1970		

Form **990-PF** (2007)

Schedule B(Form 990, 990-EZ,
or 990-PF)Department of the Treasury
Internal Revenue Service**Schedule of Contributors**Supplementary Information for
line 1 of Form 990, 990-EZ, and 990-PF (see instructions)

OMB No. 1545-0047

2007

Name of organization

ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION

Employer identification number

75-2542403

Organization type (check one):

Filers of:

Section:

Form 990 or 990-EZ

☐ 501(c)() (enter number) organization☐ 4947(a)(1) nonexempt charitable trust **not** treated as a private foundation☐ 527 political organization

Form 990-PF

☒ 501(c)(3) exempt private foundation☐ 4947(a)(1) nonexempt charitable trust treated as a private foundation☐ 501(c)(3) taxable private foundation

Check if your organization is covered by the **General Rule** or a **Special Rule**. (Note: Only a section 501(c)(7), (8), or (10) organization can check boxes for both the General Rule and a Special Rule-see instructions.)

General Rule-

- ☒ For organizations filing Form 990, 990-EZ, or 990-PF that received, during the year, \$5,000 or more (in money or property) from any one contributor (Complete Parts I and II)

Special Rules-

- ☐ For a section 501(c)(3) organization filing Form 990, or Form 990-EZ, that met the 33 1/3% support test of the regulations under sections 509(a)(1)/170(b)(1)(A)(vi), and received from any one contributor, during the year, a contribution of the greater of \$5,000 or 2% of the amount on line 1 of these forms. (Complete Parts I and II.)
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, aggregate contributions or bequests of more than \$1,000 for use *exclusively* for religious, charitable, scientific, literary, or educational purposes, or the prevention of cruelty to children or animals (Complete Parts I, II, and III.)
- ☐ For a section 501(c)(7), (8), or (10) organization filing Form 990, or Form 990-EZ, that received from any one contributor, during the year, some contributions for use *exclusively* for religious, charitable, etc., purposes, but these contributions did not aggregate to more than \$1,000. (If this box is checked, enter here the total contributions that were received during the year for an *exclusively* religious, charitable, etc., purpose. Do not complete any of the Parts unless the **General Rule** applies to this organization because it received nonexclusively religious, charitable, etc., contributions of \$5,000 or more during the year.) ► \$ _____

Caution: Organizations that are not covered by the General Rule and/or the Special Rules do not file Schedule B (Form 990, 990-EZ, or 990-PF), but they **must** check the box in the heading of their Form 990, Form 990-EZ, or on line 2 of their Form 990-PF, to certify that they do not meet the filing requirements of Schedule B (Form 990, 990-EZ, or 990-PF).

LHA For Paperwork Reduction Act Notice, see the Instructions
for Form 990, Form 990-EZ, and Form 990-PF.

Schedule B (Form 990, 990-EZ, or 990-PF) (2007)

Name of organization
**ROSE-MARIE AND JACK R. ANDERSON
 FOUNDATION**

Employer identification number

75-2542403**Part I Contributors** (See Specific Instructions.)

(a) No.	(b) Name, address, and ZIP + 4	(c) Aggregate contributions	(d) Type of contribution
1	MR. & MRS. JACK R. ANDERSON 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	\$ 757,800.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
2	MR. & MRS. JACK R. ANDERSON 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	\$ 645,150.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution)
3	MR. & MRS. JACK R. ANDERSON 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	\$ 776,160.	Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input checked="" type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)
			Person <input type="checkbox"/> Payroll <input type="checkbox"/> Noncash <input type="checkbox"/> (Complete Part II if there is a noncash contribution.)

Name of organization

ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION

Employer identification number

75-2542403

Part II Noncash Property (See Specific Instructions)

(a) No. from Part I	(b) Description of noncash property given	(c) FMV (or estimate) (see instructions)	(d) Date received
1	20,000 SHARES CHOICE HOTELS COMMON STOCK	\$ 757,800.	09/28/07
2	10,000 SHARES MANOR CARE COMMON STOCK	\$ 645,150.	09/28/07
3	16,000 SHARES UNITED HEALTH COMMON STOCK	\$ 776,160.	09/28/07
		\$	
		\$	
		\$	

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	FROM K-1 BURTON PARTNERSHIP	P	VARIOUS	VARIOUS
b	FROM K-1 BURTON PARTNERSHIP	P	VARIOUS	VARIOUS
c	100,000 SH UNH CALL \$40 1/19/08	P	VARIOUS	VARIOUS
d	REDEMPTION 2016-07 FNMA 5%	P	01/13/05	01/05/07
e	REDEMPTION 2007-08 FHLB 6.75%	P	01/25/01	08/15/07
f	REDEMPTION 2014-05 FFCB 5.9% CALL 05-06	P	02/08/06	10/02/07
g	REDEMPTION 2007-10 FFCB 6.8%	P	11/01/00	10/12/07
h	REDEMPTION 2010-08 FHLMC 4.25% CALL P8/04	P	08/22/03	10/31/07
i	REDEMPTION 2010-07 FNMA 5.25% TO 7/06 STEP	P	07/21/06	11/05/07
j	REDEMPTION 2008-02 FHLB 5%	P	02/15/06	11/15/07
k	UNITEDHEALTH GROUP INC 10/26	D	VARIOUS	VARIOUS
l	REDEMPTION 2011-02 FNMA 5% CALLABLE 02/06	P	02/24/06	11/26/07
m	1,000 SH UNIVISION COMMUNICATIONS	P	05/16/06	01/03/07
n	150 SH PETROCHINA	P	10/18/06	01/04/07
o	250 SH SPECTRA ENERGY	P	01/30/07	02/01/07

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a		2,454.	<2,454.>
b	25,048.		25,048.
c	2,271,925.	1,377,876.	894,049.
d	958,120.	1,000,000.	<41,880.>
e	1,000,000.	1,060,580.	<60,580.>
f	1,000,000.	1,000,005.	<5.>
g	1,000,000.	1,021,187.	<21,187.>
h	1,000,000.	1,000,000.	0.
i	1,000,000.	1,000,000.	0.
j	1,000,000.	1,000,005.	<5.>
k	798,546.	73,999.	724,547.
l	1,000,000.	1,000,005.	<5.>
m	35,466.	36,113.	<647.>
n	19,778.	16,460.	3,318.
o	6,488.	6,953.	<465.>

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<2,454.>
b			25,048.
c			894,049.
d			<41,880.>
e			<60,580.>
f			<5.>
g			<21,187.>
h			0.
i			0.
j			<5.>
k			724,547.
l			<5.>
m			<647.>
n			3,318.
o			<465.>

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	700 SH MURPHY OIL	P	07/28/06	03/06/07
b	375 SH FIRST MARBLEHEAD CORP	P	06/16/06	04/25/07
c	125 SH FIRST MARBLEHEAD CORP	P	07/10/06	04/25/07
d	275 SH PETROCHINA	P	10/18/06	06/01/07
e	6,500 SH PHOTOCHANNEL NETWKS	P	01/16/07	06/08/07
f	1,800 SH PHOTOCHANNEL NETWKS	P	02/16/07	06/08/07
g	4,000 SH HEMISPHERE GPS, INC	P	01/05/07	06/15/07
h	2,000 SH HEMISPHERE GPS, INC	P	01/12/07	06/15/07
i	600 SH SUNTECH PWR	P	01/03/07	06/19/07
j	300 SH NEWMONT MINING CORP	P	06/01/07	06/22/07
k	2,000 SH AFFIRMATIVE INS	P	03/06/07	09/12/07
l	500 SH AFFIRMATIVE INS	P	03/23/07	09/12/07
m	700 SH AFFIRMATIVE INS	P	04/19/07	09/12/07
n	800 SH AFFIRMATIVE INS	P	05/03/07	09/12/07
o	1,500 SH TOTAL	P	10/11/06	09/12/07

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 36,095.		38,832.	<2,737.>
b 13,350.		12,692.	658.
c 4,450.		3,981.	469.
d 35,870.		30,177.	5,693.
e 22,116.		21,810.	306.
f 6,124.		8,264.	<2,140.>
g 9,698.		6,832.	2,866.
h 4,849.		3,592.	1,257.
i 20,193.		20,854.	<661.>
j 12,104.		12,410.	<306.>
k 23,799.		32,632.	<8,833.>
l 5,950.		9,267.	<3,317.>
m 8,330.		11,909.	<3,579.>
n 9,519.		13,374.	<3,855.>
o 40,800.		29,402.	11,398.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<2,737.>
b			658.
c			469.
d			5,693.
e			306.
f			<2,140.>
g			2,866.
h			1,257.
i			<661.>
j			<306.>
k			<8,833.>
l			<3,317.>
m			<3,579.>
n			<3,855.>
o			11,398.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	340 SH NOVARTIS AG	P	12/19/06	10/12/07
b	500 SH CITIGROUP	P	06/08/07	11/01/07
c	250 SH LEUCADA NAT CORP	P	07/18/07	11/07/07
d	50 SH PATRIOT COAL	P	11/01/07	11/07/07
e	750 SH LEUCADA NAT CORP	P	07/18/07	11/19/07
f	1,500 SH MONOGRAM BIOSCIENCES, INC	P	05/03/07	11/19/07
g	250 SH POWERSHARES QQQ TRUST	P	10/04/07	11/26/07
h	250 SH POWERSHARES QQQ TRUST	P	10/12/07	11/26/07
i	500 SH FOCUS MEDIA	P	05/03/07	11/26/07
j	REDEMPTION 2007-02 FHLB 5.375%	P	08/03/06	02/15/07
k	600 SH GENETECH, INC	P	05/05/06	05/17/07
l	1,050 SH ISHARES INC	P	04/06/06	05/21/07
m	500 SH NEWMONT MINING CORP	P	01/31/06	06/22/07
n	200 SH ENSTAR GROUP	P	04/06/06	07/18/07
o	500 SH FUEL TECH NV	P	05/22/06	07/18/07

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 18,210.		19,981.	<1,771.>
b 19,272.		26,503.	<7,231.>
c 12,005.		9,560.	2,445.
d 1,695.		1,802.	<107.>
e 32,977.		28,679.	4,298.
f 1,845.		2,535.	<690.>
g 12,474.		12,941.	<467.>
h 12,474.		13,340.	<866.>
i 25,486.		18,387.	7,099.
j 1,000,000.		1,000,004.	<4.>
k 47,782.		47,173.	609.
l 14,902.		15,345.	<443.>
m 20,173.		30,837.	<10,664.>
n 22,773.		18,105.	4,668.
o 16,249.		7,308.	8,941.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			<1,771.>
b			<7,231.>
c			2,445.
d			<107.>
e			4,298.
f			<690.>
g			<467.>
h			<866.>
i			7,099.
j			<4.>
k			609.
l			<443.>
m			<10,664.>
n			4,668.
o			8,941.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	1,000 SH NRG ENERGY	P	07/28/06	09/12/07
b	3,500 SH MONOGRAM BIOSCIENCES, INC	P	01/31/06	10/04/07
c	500 SH FUEL TECH NV	P	05/22/06	10/12/07
d	1,000 SH HOMEDEPO	P	07/28/06	10/12/07
e	3,000 SH MONOGRAM BIOSCIENCES	P	01/31/06	10/12/07
f	350 SH FUEL TECH NV	P	05/22/06	11/19/07
g	2,500 SH MONOGRAM BIOSCIENCES	P	01/31/06	11/19/07
h	2,000 SH MONOGRAM BIOSCIENCES	P	04/12/06	11/19/07
i	2,000 SH MONOGRAM BIOSCIENCES	P	05/12/06	11/19/07
j	2,000 SH MONOGRAM BIOSCIENCES	P	07/13/06	11/19/07
k	250 SH FIRST MARBLEHEAD CORP	P	07/10/06	11/26/07
l	500 SH FUEL TECH NV	P	05/22/06	12/05/07
m	375 SH FIRST MARBLEHEAD CORP	P	07/10/06	12/06/07
n	375 SH FIRST MARBLEHEAD CORP	P	08/02/06	12/06/07
o	10,000 SH MANORCARE INC	D	06/16/00	12/24/07

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 39,047.		24,426.	14,621.
b 5,072.		7,560.	<2,488.>
c 12,980.		7,308.	5,672.
d 33,387.		35,039.	<1,652.>
e 4,737.		6,480.	<1,743.>
f 8,051.		5,115.	2,936.
g 3,074.		5,400.	<2,326.>
h 2,459.		3,173.	<714.>
i 2,459.		4,483.	<2,024.>
j 2,459.		3,258.	<799.>
k 6,840.		7,963.	<1,123.>
l 11,572.		7,308.	4,264.
m 7,471.		11,944.	<4,473.>
n 7,471.		10,984.	<3,513.>
o 670,000.		73,156.	596,844.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			14,621.
b			<2,488.>
c			5,672.
d			<1,652.>
e			<1,743.>
f			2,936.
g			<2,326.>
h			<714.>
i			<2,024.>
j			<799.>
k			<1,123.>
l			4,264.
m			<4,473.>
n			<3,513.>
o			596,844.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):

If gain, also enter in Part I, line 8, column (c).

If (loss), enter "-0-" in Part I, line 8

3

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1		P	01/12/06	12/03/07
		P	VARIOUS	VARIOUS
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,000,000.		996,255.	3,745.
b 634.			634.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			3,745.
b			634.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	2,130,631.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8 }	3	N/A

2007 DEPRECIATION AND AMORTIZATION REPORT

FORM 990-PF PAGE 1

990-PF

Asset No	Description	Date Acquired			Method	Life	Line No	Unadjusted Cost Or Basis	Bus % Excl	* Reduction In Basis	Basis For Depreciation	Accumulated Depreciation	Current Sec 179	Current Year Deduction
1	ORGANIZATIONAL COSTS	06	13	94	248	60M	43	22,864.			22,864.	22,864.		0.
2	OFFICE EQUIPMENT	04	15	99	200DB	5.00	17	985.			985.	985.		0.
3	OFFICE EQUIPMENT	06	15	99	200DB	5.00	17	984.			984.	984.		0.
	* TOTAL 990-PF PG 1 DEPR & AMORT							24,833.		0.	24,833.	24,833.	0.	0.

FORM 990-PF GAIN OR (LOSS) FROM SALE OF ASSETS STATEMENT 1

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 BURTON PARTNERSHIP	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
0.	2,454.	0.	0.
			<2,454.>

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
FROM K-1 BURTON PARTNERSHIP	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
25,048.	0.	0.	0.
			25,048.

(A) DESCRIPTION OF PROPERTY	MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD
100,000 SH UNH CALL \$40 1/19/08	PURCHASED	VARIOUS	VARIOUS
(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.
(F) GAIN OR LOSS			
2,271,925.	1,377,876.	0.	0.
			894,049.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
REDEMPTION 2016-07 FNMA 5%	958,120.	1,000,000.	0.	0.	<41,880.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
REDEMPTION 2007-08 FHLB 6.75%	1,000,000.	1,060,580.	0.	0.	<60,580.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
REDEMPTION 2014-05 FFCB 5.9% CALL 05-06	1,000,000.	1,000,005.	0.	0.	<5.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
REDEMPTION 2007-10 FFCB 6.8%	1,000,000.	1,021,187.	0.	0.	<21,187.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
REDEMPTION 2010-08 FHLMC 4.25% CALL P8/04	1,000,000.	1,000,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
REDEMPTION 2010-07 FNMA 5.25% TO 7/06 STEP	1,000,000.	1,000,000.	0.	0.	0.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
REDEMPTION 2008-02 FHLB 5%	1,000,000.	1,000,005.	0.	0.	<5.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
UNITEDHEALTH GROUP INC 10/26	798,546.	734,289.	0.	0.	64,257.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
REDEMPTION 2011-02 FNMA 5% CALLABLE 02/06	PURCHASED	02/24/06	11/26/07		
	1,000,000.	1,000,005.	0.	0.	<5.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
1,000 SH UNIVISION COMMUNICATIONS	PURCHASED	05/16/06	01/03/07		
	35,466.	36,113.	0.	0.	<647.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
150 SH PETROCHINA	PURCHASED	10/18/06	01/04/07		
	19,778.	16,460.	0.	0.	3,318.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
250 SH SPECTRA ENERGY	PURCHASED	01/30/07	02/01/07		
	6,488.	6,953.	0.	0.	<465.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
700 SH MURPHY OIL	36,095.	38,832.	0.	0.	<2,737.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
375 SH FIRST MARBLEHEAD CORP	13,350.	12,692.	0.	0.	658.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
125 SH FIRST MARBLEHEAD CORP	4,450.	3,981.	0.	0.	469.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
275 SH PETROCHINA	35,870.	30,177.	0.	0.	5,693.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
6,500 SH PHOTOCHANNEL NETWKS	22,116.	21,810.	0.	0.	306.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,800 SH PHOTOCHANNEL NETWKS	6,124.	8,264.	0.	0.	<2,140.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
4,000 SH HEMISPHERE GPS, INC	9,698.	6,832.	0.	0.	2,866.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,000 SH HEMISPHERE GPS, INC	4,849.	3,592.	0.	0.	1,257.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
600 SH SUNTECH PWR	20,193.	20,854.	0.	0.	<661.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
300 SH NEWMONT MINING CORP	12,104.	12,410.	0.	0.	<306.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,000 SH AFFIRMATIVE INS	23,799.	32,632.	0.	0.	<8,833.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SH AFFIRMATIVE INS	5,950.	9,267.	0.	0.	<3,317.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
700 SH AFFIRMATIVE INS	8,330.	11,909.	0.	0.	<3,579.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
800 SH AFFIRMATIVE INS	9,519.	13,374.	0.	0.	<3,855.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,500 SH TITAL	40,800.	29,402.	0.	0.	11,398.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
340 SH NOVARTIS AG	18,210.	19,981.	0.	0.	<1,771.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SH CITIGROUP	19,272.	26,503.	0.	0.	<7,231.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250 SH LEUCADA NAT CORP	12,005.	9,560.	0.	0.	2,445.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
50 SH PATRIOT COAL	1,695.	1,802.	0.	0.	<107.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
750 SH LEUCADA NAT CORP	32,977.	28,679.	0.	0.	4,298.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
1,500 SH MONOGRAM BIOSCIENCES, INC	PURCHASED	05/03/07	11/19/07		
	1,845.	2,535.	0.	0.	<690.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
250 SH POWERSHARES QQQ TRUST	PURCHASED	10/04/07	11/26/07		
	12,474.	12,941.	0.	0.	<467.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
250 SH POWERSHARES QQQ TRUST	PURCHASED	10/12/07	11/26/07		
	12,474.	13,340.	0.	0.	<866.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
MANNER ACQUIRED	DATE ACQUIRED	DATE SOLD			
500 SH FOCUS MEDIA	PURCHASED	05/03/07	11/26/07		
	25,486.	18,387.	0.	0.	7,099.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
REDEMPTION 2007-02 FHLB 5.375%	1,000,000.	1,000,004.	0.	0.	<4.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
600 SH GENETECH, INC	47,782.	47,173.	0.	0.	609.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,050 SH ISHARES INC	14,902.	15,345.	0.	0.	<443.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SH NEWMONT MINING CORP	20,173.	30,837.	0.	0.	<10,664.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
200 SH ENSTAR GROUP	22,773.	18,105.	0.	0.	4,668.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SH FUEL TECH NV	16,249.	7,308.	0.	0.	8,941.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,000 SH NRG ENERGY	39,047.	24,426.	0.	0.	14,621.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,500 SH MONOGRAM BIOSCIENCES, INC	5,072.	7,560.	0.	0.	<2,488.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SH FUEL TECH NV	12,980.	7,308.	0.	0.	5,672.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
1,000 SH HOMEDEPO	33,387.	35,039.	0.	0.	<1,652.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
3,000 SH MONOGRAM BIOSCIENCES	4,737.	6,480.	0.	0.	<1,743.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
350 SH FUEL TECH NV	8,051.	5,115.	0.	0.	2,936.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,500 SH MONOGRAM BIOSCIENCES	3,074.	5,400.	0.	0.	<2,326.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,000 SH MONOGRAM BIOSCIENCES	2,459.	3,173.	0.	0.	<714.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,000 SH MONOGRAM BIOSCIENCES	2,459.	4,483.	0.	0.	<2,024.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
2,000 SH MONOGRAM BIOSCIENCES	2,459.	3,258.	0.	0.	<799.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
250 SH FIRST MARBLEHEAD CORP	6,840.	7,963.	0.	0.	<1,123.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
500 SH FUEL TECH NV	11,572.	7,308.	0.	0.	4,264.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
375 SH FIRST MARBLEHEAD CORP	7,471.	11,944.	0.	0.	<4,473.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
375 SH FIRST MARBLEHEAD CORP	7,471.	10,984.	0.	0.	<3,513.>

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) VALUE AT TIME OF ACQ.	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
10,000 SH MANORCARE INC	670,000.	645,150.	0.	0.	24,850.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
REDEMPTION 2009-09 FHLB 4.75%	1,000,000.	996,255.	0.	0.	3,745.

(A) DESCRIPTION OF PROPERTY	(B) GROSS SALES PRICE	(C) COST OR OTHER BASIS	(D) EXPENSE OF SALE	(E) DEPREC.	(F) GAIN OR LOSS
FROM K-1 BURTON PARTNERSHIP	634.	0.	0.	0.	634.

CAPITAL GAINS DIVIDENDS FROM PART IV 0.

TOTAL TO FORM 990-PF, PART I, LINE 6A 898,347.

FORM 990-PF INTEREST ON SAVINGS AND TEMPORARY CASH INVESTMENTS STATEMENT 2

SOURCE	AMOUNT
MERRILL LYNCH	131,640.
MERRILL LYNCH - 2077	341.
TOTAL TO FORM 990-PF, PART I, LINE 3, COLUMN A	131,981.

FORM 990-PF DIVIDENDS AND INTEREST FROM SECURITIES STATEMENT 3

SOURCE	GROSS AMOUNT	CAPITAL GAINS DIVIDENDS	COLUMN (A) AMOUNT
BROWN ADVISORY - DIV	45,249.	0.	45,249.
BROWN ADVISORY - INT	26,875.	0.	26,875.
FROM K-1 BURTON PARTNERSHIP - DIV	31,289.	0.	31,289.
FROM K-1 BURTON PARTNERSHIP - INT	426.	0.	426.
FROM K-1 CAPITAL PARTNERS - INT	210.	0.	210.
FROM K-1 NGN PARTNERS - INT	1,252.	0.	1,252.
FROM K-1 TEEKAY PARTNERSHIP - INT	1,120.	0.	1,120.
LESS PURCHASED INTEREST: 09/13 FFCB 5.6%	<5,444.>	0.	<5,444.>
MERRILL LYNCH - DIV	281,836.	0.	281,836.
MERRILL LYNCH - INT	1,032,882.	0.	1,032,882.
MERRILL LYNCH - W. PEATTIES	15,486.	0.	15,486.
MERRILL LYNCH 2077 - DIV	447.	0.	447.
MERRILL LYNCH 2077 - INT	788.	0.	788.
VANGUARD S&P 500 INDEX	112,919.	0.	112,919.
TOTAL TO FM 990-PF, PART I, LN 4	1,545,335.	0.	1,545,335.

FORM 990-PF RENTAL INCOME STATEMENT 4

KIND AND LOCATION OF PROPERTY	ACTIVITY NUMBER	GROSS RENTAL INCOME
FROM K-1 CAPITAL PARTNERS	1	188.
FROM K-1 BURTON PARTNERSHIP	2	17.
TOTAL TO FORM 990-PF, PART I, LINE 5A		205.

FORM 990-PF	OTHER INCOME		STATEMENT	5
DESCRIPTION	(A) REVENUE PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	
FROM K-1 - CAPITAL PARTNERS	6,521.	6,521.		
FROM K-1 - TEEKAY	<400.>	<400.>		
TOTAL TO FORM 990-PF, PART I, LINE 11	6,121.	6,121.		

FORM 990-PF	LEGAL FEES		STATEMENT	6
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
LEGAL SERVICES	14,157.	0.		14,157.
TO FM 990-PF, PG 1, LN 16A	14,157.	0.		14,157.

FORM 990-PF	ACCOUNTING FEES		STATEMENT	7
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
ACCOUNTING SERVICES	4,715.	1,179.		3,536.
TO FORM 990-PF, PG 1, LN 16B	4,715.	1,179.		3,536.

FORM 990-PF	OTHER PROFESSIONAL FEES		STATEMENT	8
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES
MANAGEMENT FEES	33,000.	8,250.		24,750.
INVESTMENT FEES	2,000.	2,000.		0.
DUES	475.	119.		356.
TO FORM 990-PF, PG 1, LN 16C	35,475.	10,369.		25,106.

FORM 990-PF	TAXES		STATEMENT		9
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
EXCISE TAX ON INVESTMENT INCOME	5,000.	0.		0.	
FOREIGN TAXES MERRILL LYNCH - W. PEATTIE	56.	56.		0.	
FOREIGN TAXES MERRILL LYNCH	32.	32.		0.	
TO FORM 990-PF, PG 1, LN 18	5,088.	88.		0.	

FORM 990-PF	OTHER EXPENSES		STATEMENT		10
DESCRIPTION	(A) EXPENSES PER BOOKS	(B) NET INVEST- MENT INCOME	(C) ADJUSTED NET INCOME	(D) CHARITABLE PURPOSES	
FROM K-1 BURTON PARTNERSHIP PORTFOLIO DEDUCTION	1,187.	1,187.		0.	
FROM K-1 BURTON PARTNERSHIP OTHER PORTFOLIO DEDUCTION	12.	12.		0.	
FROM K-1 CAPITAL PARTNERS PORTFOLIO DEDUCTION	4,379.	4,379.		0.	
FROM K-1 CAPITAL PARTNERS OTHER DEDUCTIONS	4,153.	4,153.		0.	
FROM K-1 NGN BIOMED PORTFOLIO DEDUCTION	11,305.	11,305.		0.	
FROM K-1 NGN BIOMED OTHER INCOME LOSS	<18.>	<18.>		0.	
FROM K-1 TEEKAY OTHER INCOME EXPENSE	<83.>	<83.>		0.	
MISCELLANEOUS FEES	359.	211.		148.	
TO FORM 990-PF, PG 1, LN 23	21,294.	21,146.		148.	

FORM 990-PF U.S. AND STATE/CITY GOVERNMENT OBLIGATIONS STATEMENT 11

DESCRIPTION	U.S. GOV'T	OTHER GOV'T	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	X		11,977,238.	12,058,240.
TOTAL U.S. GOVERNMENT OBLIGATIONS			11,977,238.	12,058,240.
TOTAL STATE AND MUNICIPAL GOVERNMENT OBLIGATIONS				
TOTAL TO FORM 990-PF, PART II, LINE 10A			11,977,238.	12,058,240.

FORM 990-PF CORPORATE STOCK STATEMENT 12

DESCRIPTION	BOOK VALUE	FAIR MARKET VALUE
SEE ATTACHED STATEMENT	28,813,599.	35,879,788.
TOTAL TO FORM 990-PF, PART II, LINE 10B	28,813,599.	35,879,788.

FORM 990-PF DEPRECIATION OF ASSETS NOT HELD FOR INVESTMENT STATEMENT 13

DESCRIPTION	COST OR OTHER BASIS	ACCUMULATED DEPRECIATION	BOOK VALUE
ORGANIZATIONAL COSTS	22,864.	22,864.	0.
OFFICE EQUIPMENT	985.	985.	0.
OFFICE EQUIPMENT	984.	984.	0.
TOTAL TO FM 990-PF, PART II, LN 14	24,833.	24,833.	0.

FORM 990-PF OTHER ASSETS STATEMENT 14

DESCRIPTION	BEGINNING OF YR BOOK VALUE	END OF YEAR BOOK VALUE	FAIR MARKET VALUE
INVESTMENT IN NGN BIOMED OPPORTUNITY I, L.P.	346,565.	375,290.	397,024.
INVESTMENT IN CAPITAL PARTNERS PRIVATE EQUITY INCOME FUND, L.P.	1,410.	52,808.	53,063.
PURCHASED INTEREST	5,444.	0.	0.

INVESTMENT IN BURTON PARTNERSHIP,
L.P.

0. 1,053,530. 1,054,679.

TO FORM 990-PF, PART II, LINE 15

353,419. 1,481,628. 1,504,766.

FORM 990-PF

PART VIII - LIST OF OFFICERS, DIRECTORS
TRUSTEES AND FOUNDATION MANAGERS

STATEMENT 15

NAME AND ADDRESS	TITLE AND AVRG HRS/WK	COMPEN- SATION	EMPLOYEE BEN PLAN CONTRIB	EXPENSE ACCOUNT
JACK R. ANDERSON 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	DIR 3.00	0.	0.	0.
ROSE-MARIE ANDERSON 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	DIR 1.00	0.	0.	0.
NEIL R. ANDERSON 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	DIR, PRES, TR. ASST SECR 35.00	63,000.	0.	0.
BARBARA ANDERSON MCDONALD 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	DIR, ASST SECR. ASST TR 1.00	0.	0.	0.
GAIL ANDERSON CANIZARES 16475 DALLAS PARKWAY, SUITE 735 ADDISON, TX 75001	DIR, ASST TR. SECR 1.00	0.	0.	0.
TOTALS INCLUDED ON 990-PF, PAGE 6, PART VIII		63,000.	0.	0.

FORM 990-PF

PART XV - LINE 1A
LIST OF FOUNDATION MANAGERS

STATEMENT 16

NAME OF MANAGER

JACK R. ANDERSON
ROSE-MARIE ANDERSON

FORM 990-PF

GRANTS AND CONTRIBUTIONS
PAID DURING THE YEAR

STATEMENT 17

RECIPIENT NAME AND ADDRESS	RECIPIENT RELATIONSHIP AND PURPOSE OF GRANT	RECIPIENT STATUS	AMOUNT
FROM K-1 CAPITAL PARTNERS EIGHT GREENWICH OFFICE PARK, GREENWICH, CT 06831-5149	NONE EDUCATION	PUBLIC	40.
HOOVER INSTITUTION STANFORD UNIVERSITY, STANFORD, CA 94305	NONE EDUCATION	PUBLIC	150,000.
NATIONAL CENTER FOR POLICY ANALYSIS 12655 N. CENTRAL EXPY, STE 720, DALLAS, TX 75243	NONE EDUCATION	PUBLIC	40,000.
KAPPA DELTA FOUNDATION, INC 3205 PLAYERS LANE, MEMPHIS, TN 38125	NONE EDUCATION	PUBLIC	35,000.
COLUMBIA BUSINESS SCHOOL 820 URIS HALL, 3022 BROADWAY, NEW YORK, NY 10027	NONE EDUCATION	PUBLIC	25,000.
MIAMI U., SCHOOL OF BUSINESS P.O. BOX 025388, CORAL GABLES, FL 33102-9811	NONE EDUCATION	PUBLIC	600,000.
NATIONAL ACADEMIES 2101 CONSTITUTION AVE., NW, WASHINGTON, DC 20418	NONE EDUCATION	PUBLIC	63,400.
JOHN B. VAWAR MINISTRIES 613 CRESTHAVEN DR, MCKINNEY, TX 75071-7864	NONE EDUCATION	PUBLIC	25,169.
CHILDREN'S SCHOLARSHIP FUND 7 WEST 57TH STREET, NEW YORK, NY 10019	NONE EDUCATION	PUBLIC	300,000.

COMMONWEAL FOUNDATION 10770 COLUMBIA PIKE, STE 100, SILVER SPRING, MD 20901	NONE EDUCATION	PUBLIC	40,000.
ENDOWMENT FOR INNER CITY EDUCATION 1011 FIRST AVENUE, STE 1400, NEW YORK, NY 10022	NONE EDUCATION	PUBLIC	25,000.
STUDENT SPONSOR PARTNERS 21 EAST 40TH STREET, STE 1601, NEW YORK, NY 10016	NONE EDUCATION	PUBLIC	25,000.
EAST MEETS WEST FOUNDATION P.O. BOX 29292, OAKLAND, CA 94604	NONE HEALTHCARE	PUBLIC	93,859.
PATHWAYS, INC 175 MILBANK AVENUE, GREENWICH, CT 06830	NONE HEALTHCARE	PUBLIC	25,000.
GREENWICH EMERGENCY MEDICAL SERVICE, INC 1111 EAST PUTNAM AVENUE, RIVERSIDE, CT 06878	NONE HEALTHCARE	PUBLIC	500.
BIRTHRIGHT, INC 11 WALPOLE ST, NORWOOD, MA 02062	NONE HEALTHCARE	PUBLIC	5,000.
CATO INSTITUTE 1000 MASSACHUSETTS AVE., NW, WASHINGTON, DC 20001	NONE EDUCATION	PUBLIC	50,000.
AMERICAN FRIENDS OF THE IEA 2000 N 14TH STREET, SUITE 550, ARLINGTON, VA 22201	NONE EDUCATION	PUBLIC	10,000.
MILTON AND ROSE D FRIEDMAN FDN ONE AMERICAN SQUARE, BOX 82078, INDIANAPOLIS, IN 46282	NONE EDUCATION	PUBLIC	300,000.

ROSE-MARIE AND JACK R. ANDERSON FOUNDATI

75-2542403

VANGUARD CHARITABLE ENDOWMENT
FUND

NONE

PUBLIC

525,000.

P.O.BOX 3075, SOUTHEASTERN, PA HEALTH & EDUCATION
19398-9917

TOTAL TO FORM 990-PF, PART XV, LINE 3A

2,337,968.

Underpayment of Estimated Tax by Corporations▶ See separate instructions.
▶ Attach to the corporation's tax return.**FORM 990-PF****2007**Name **ROSE-MARIE AND JACK R. ANDERSON
FOUNDATION**Employer identification number
75-2542403

Note: Generally, the corporation is not required to file Form 2220 (see Part II below for exceptions) because the IRS will figure any penalty owed and bill the corporation. However, the corporation may still use Form 2220 to figure the penalty. If so, enter the amount from page 2, line 34 on the estimated tax penalty line of the corporation's income tax return, but **do not** attach Form 2220.

Part I Required Annual Payment

1 Total tax (see instructions)	1	37,655.
2a Personal holding company tax (Schedule PH (Form 1120), line 26) included on line 1	2a	
b Look-back interest included on line 1 under section 460(b)(2) for completed long-term contracts or section 167(g) for depreciation under the income forecast method	2b	
c Credit for Federal tax paid on fuels (see instructions)	2c	
d Total. Add lines 2a through 2c	2d	
3 Subtract line 2d from line 1. If the result is less than \$500, do not complete or file this form. The corporation does not owe the penalty	3	37,655.
4 Enter the tax shown on the corporation's 2006 income tax return (see instructions). Caution: If the tax is zero or the tax year was for less than 12 months, skip this line and enter the amount from line 3 on line 5	4	28,661.
5 Required annual payment. Enter the smaller of line 3 or line 4. If the corporation is required to skip line 4, enter the amount from line 3	5	28,661.

Part II Reasons for Filing - Check the boxes below that apply. If any boxes are checked, the corporation **must** file Form 2220 even if it does not owe a penalty (see instructions).

- 6** ☐ The corporation is using the adjusted seasonal installment method.
- 7** ☐ The corporation is using the annualized income installment method.
- 8** ☒ The corporation is a "large corporation" figuring its first required installment based on the prior year's tax.

Part III Figuring the Underpayment

	(a)	(b)	(c)	(d)
9 Installment due dates. Enter in columns (a) through (d) the 15th day of the 4th (Form 990-PF filers: Use 5th month), 6th, 9th, and 12th months of the corporation's tax year	05/15/07	06/15/07	09/15/07	12/15/07
10 Required installments. If the box on line 6 and/or line 7 above is checked, enter the amounts from Sch A, line 38. If the box on line 8 (but not 6 or 7) is checked, see instructions for the amounts to enter. If none of these boxes are checked, enter 25% of line 5 above in each column.	7,165.	11,662.	9,414.	9,414.
11 Estimated tax paid or credited for each period (see instructions). For column (a) only, enter the amount from line 11 on line 15	46,144.			
Complete lines 12 through 18 of one column before going to the next column.				
12 Enter amount, if any, from line 18 of the preceding column		38,979.	27,317.	17,903.
13 Add lines 11 and 12		38,979.	27,317.	17,903.
14 Add amounts on lines 16 and 17 of the preceding column				
15 Subtract line 14 from line 13. If zero or less, enter -0-	46,144.	38,979.	27,317.	17,903.
16 If the amount on line 15 is zero, subtract line 13 from line 14. Otherwise, enter -0-		0.	0.	
17 Underpayment. If line 15 is less than or equal to line 10, subtract line 15 from line 10. Then go to line 12 of the next column. Otherwise, go to line 18				
18 Overpayment. If line 10 is less than line 15, subtract line 10 from line 15. Then go to line 12 of the next column	38,979.	27,317.	17,903.	

Go to Part IV on page 2 to figure the penalty. Do not go to Part IV if there are no entries on line 17 - no penalty is owed

Part IV Figuring the Penalty

	(a)	(b)	(c)	(d)
19 Enter the date of payment or the 15th day of the 3rd month after the close of the tax year, whichever is earlier (see instructions). (Form 990-PF and Form 990-T filers: Use 5th month instead of 3rd month.)				
20 Number of days from due date of installment on line 9 to the date shown on line 19				
21 Number of days on line 20 after 4/15/2007 and before 1/1/2008				
22 Underpayment on line 17 x $\frac{\text{Number of days on line 21} \times 8\%}{365}$	\$	\$	\$	\$
23 Number of days on line 20 after 12/31/2007 and before 4/1/2008				
24 Underpayment on line 17 x $\frac{\text{Number of days on line 23} \times 7\%}{368}$	\$	\$	\$	\$
25 Number of days on line 20 after 3/31/2008 and before 7/1/2008				
26 Underpayment on line 17 x $\frac{\text{Number of days on line 25} \times \%}{368}$	\$	\$	\$	\$
27 Number of days on line 20 after 6/30/2008 and before 10/1/2008				
28 Underpayment on line 17 x $\frac{\text{Number of days on line 27} \times \%}{368}$	\$	\$	\$	\$
29 Number of days on line 20 after 9/30/2008 and before 1/1/2009				
30 Underpayment on line 17 x $\frac{\text{Number of days on line 29} \times \%}{368}$	\$	\$	\$	\$
31 Number of days on line 20 after 12/31/2008 and before 2/18/2009				
32 Underpayment on line 17 x $\frac{\text{Number of days on line 31} \times \%}{365}$	\$	\$	\$	\$
33 Add lines 22, 24, 26, 28, 30, and 32	\$	\$	\$	\$
34 Penalty. Add columns (a) through (d) of line 33. Enter the total here and on Form 1120; line 33; or the comparable line for other income tax returns			34 \$	0.

* For underpayments paid after March 31, 2008: For lines 26, 28, 30, and 32, use the penalty interest rate for each calendar quarter, which the IRS will determine during the first month in the preceding quarter. These rates are published quarterly in an IRS News Release and in a revenue ruling in the Internal Revenue Bulletin. To obtain this information on the Internet, access the IRS website at www.irs.gov. You can also call 1-800-829-4933 to get interest rate information.

- If you are filing for an **Additional (Not Automatic) 3-Month Extension**, complete only **Part II** and check this box ☒ **X**
- Note.** Only complete Part II if you have already been granted an automatic 3-month extension on a previously filed Form 8868.
- If you are filing for an **Automatic 3-Month Extension**, complete only **Part I** (on page 1)

Part II		Additional (Not Automatic) 3-Month Extension of Time. You must file original and one copy	
Type or print File by the extended due date for filing the return. See instructions	Name of Exempt Organization	Employer identification number	
	ROSE-MARIE AND JACK R. ANDERSON FOUNDATION	75-2542403	
	Number, street, and room or suite no. If a P.O. box, see instructions.	For IRS use only	
	16475 DALLAS PARKWAY, NO. 735		
	City, town or post office, state, and ZIP code. For a foreign address, see instructions		
	ADDISON, TX 75001		

Check type of return to be filed (File a separate application for each return):

- | | | | | | |
|--------------------------------------|---|---|--------------------------------------|------------------------------------|------------------------------------|
| <input type="checkbox"/> Form 990 | <input type="checkbox"/> Form 990-EZ | <input type="checkbox"/> Form 990-T (sec. 401(a) or 408(a) trust) | <input type="checkbox"/> Form 1041-A | <input type="checkbox"/> Form 5227 | <input type="checkbox"/> Form 8870 |
| <input type="checkbox"/> Form 990-BL | <input checked="" type="checkbox"/> Form 990-PF | <input type="checkbox"/> Form 990-T (trust other than above) | <input type="checkbox"/> Form 4720 | <input type="checkbox"/> Form 6069 | |

STOP! Do not complete Part II if you were not already granted an automatic 3-month extension on a previously filed Form 8868.

- The books are in the care of **NEIL R. ANDERSON**
Telephone No **972-248-7350** FAX No. _____
- If the organization does not have an office or place of business in the United States, check this box ☐
- If this is for a Group Return, enter the organization's four digit Group Exemption Number (GEN) _____. If this is for the whole group, check this box ☐. If it is for part of the group, check this box ☐ and attach a list with the names and EINs of all members the extension is for.
- 4 I request an additional 3-month extension of time until **NOVEMBER 15, 2008.**
- 5 For calendar year **2007**, or other tax year beginning _____, and ending _____.
- 6 If this tax year is for less than 12 months, check reason: ☐ Initial return ☐ Final return ☐ Change in accounting period
- 7 State in detail why you need the extension
SEE STATEMENT 18

8a If this application is for Form 990-BL, 990-PF, 990-T, 4720, or 6069, enter the tentative tax, less any nonrefundable credits. See instructions.	8a	\$	37,655.
b If this application is for Form 990-PF, 990-T, 4720, or 6069, enter any refundable credits and estimated tax payments made. Include any prior year overpayment allowed as a credit and any amount paid previously with Form 8868.	8b	\$	46,144.
c Balance Due. Subtract line 8b from line 8a. Include your payment with this form, or, if required, deposit with FTD coupon or, if required, by using EFTPS (Electronic Federal Tax Payment System). See instructions	8c	\$	0.

Signature and Verification

Under penalties of perjury, I declare that I have examined this form, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete, and that I am authorized to prepare this form.

Signature Title Date

Form 8868 (Rev. 4-2008)

FORM 8688

EXPLANATION FOR EXTENSION

STATEMENT 18

EXPLANATION

TO DATE, THE DATA NECESSARY TO COMPLETE THE RETURN HAS NOT BEEN ASSEMBLED; CONSEQUENTLY, AN EXTENSION OF TIME TO FILE IS NEEDED. THIS ADDITIONAL TIME WILL ENABLE US TO FILE A COMPLETE AND ACCURATE RETURN.

ROSE-MARIE AND JACK R. ANDERSON FOUNDATION
FORM 990-PF, PART II, LN 10 ATTACHMENT - INVESTMENT
12/31/07

	<u>SHARES</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
<u>U.S. GOVERNMENT OBLIGATIONS</u>				
2007-08 FHLB 6.75%		1,060,580	-	-
2007-10 FFCB 6.8%		1,021,187	-	-
2008-02 FFCB 5%		1,000,005	-	-
2008-07 FHLB 5.84%		999,981	999,981	1,007,810
2008-08 FFCB 5.9%		1,035,679	1,035,679	1,008,860
2008-11 US TRY 4.75%		1,102,974	1,102,974	1,011,250
2009-09 FHLB 4.75% CALL		996,255	-	-
2010-07 FNMA 5.25% step		1,000,000	-	-
2010-08 FHLMC 4.25%		1,000,000	-	-
2011-02 FNMA 5% CALL		1,000,005	-	-
2011-02 FHLMC 5.2%		1,000,005	1,000,005	1,001,430
2013-02 FNMA 4% STEP		1,000,000	1,000,000	1,000,000
2013-06 FHLB 3.875%		915,442	915,442	992,810
2013-09 FFCB 5.6%		1,012,605	1,012,605	1,027,500
2014-04 FNMA 4.125%		910,547	910,547	1,000,940
2014-05 FFCB 5.9% CALL		1,000,005	-	-
2016-07 FNMA 5%		1,000,000	-	-
2016-08 FNMA 5.25% STEP		-	1,000,000	1,006,560
2017-01 FHLMC 4.25%		1,000,000	1,000,000	1,000,010
2018-08 FHLMC 4.25% CALL		1,000,000	1,000,000	1,000,990
2020-04 FHLMC 5% STEP		1,000,005	1,000,005	1,000,080
2007-02 FHLB 5.375%		1,000,005	-	-
TOTAL U.S. GOVERNMENT OBLIGATIONS		21,055,280	11,977,238	12,058,240

CORPORATE STOCK

PL(PROTECTIVE LIFE)	43,395	1,495,500	1,495,500	1,780,063
SPY (SPDRS) 5/04	9,100	1,002,552	1,002,552	1,330,511
SPY (SPDRS) 8/04	18,650	2,000,406	2,000,406	2,726,817
SPY (SPDRS) 2005	36,850	4,442,064	4,442,064	5,387,839
SPY (SPDRS) 2006	15,500	2,004,486	2,004,486	2,266,255
SPY (SPDRS) 2007	27,100	-	3,999,939	3,962,291
UNH (UNITED HEATH)	99,000	3,976,052	3,976,052	5,761,800
UNH JRA 2006	4,990	978,400	244,111	290,418
UNH 11/2000	11,000	52,813	52,813	640,200
UNH \$40 CALLS 01/19/08	(100,000)	(2,271,925)	-	-
UNH JRA	22,000	1,084,900	1,084,900	1,280,400
UNH JRA 11/2000	22,000	1,724,800	1,724,800	1,280,400
UNH RMA 1998	12,210	998,390	998,390	710,622
UNH RMASPA 08/1999	8,800	497,600	497,600	512,160
UNH 9/28/07	16,000	-	776,160	931,200
UNH \$40 CALLS 01/17/09	(50,000)	-	(826,150)	(1,022,500)
UNH \$45 CALLS 01/17/09	(50,000)	-	(655,079)	(812,500)
UNH \$50 CALLS 01/17/09	(30,000)	-	(334,189)	(369,000)
DJ1A MAT 2009-02, 3X, 20% RR	100,000	-	1,000,000	960,000

ROSE-MARIE AND JACK R. ANDERSON FOUNDATION
FORM 990-PF, PART II, LN 10 ATTACHMENT - INVESTMENT
12/31/07

	<u>SHARES</u>	<u>BEGINNING BOOK VALUE</u>	<u>ENDING BOOK VALUE</u>	<u>ENDING FMV</u>
S&P100 MAT 2009-01, 3X, 18.7% R	100,000		1,000,000	905,000
VANGUARD S&P 500 INDEX	43,963	2,783,770	2,896,689	5,941,583
BAC CAPITAL TRUST	1,800	45,746	45,746	41,166
CHESAPEAKE ENERGY CORP	850	28,409	48,880	55,664
DUKE ENERGY	500	16,598	9,645	10,085
ENSTAR GROUP	600	54,270	36,166	48,968
FOCUS MEDIA	250	16,801	16,801	28,405
FIRST MARBLEHEAD CORP	1,500	47,564	-	-
FUEL TECH NV	2,350	32,993	5,954	11,325
GENETECH, INC	600	47,173	-	-
ISHARES, INC MSCI JAP INDX FD	3,050	44,572	29,228	26,580
HOME DEPO	1,000	35,039	-	-
MONOGRAM BIOSCIENCES, INC	15,000	30,351	-	-
MURPHY OIL	700	38,832	-	-
NOVARTIES AG	340	19,981	-	-
NRG ENERGY	500	24,426	-	-
NEWMONT MINING CORP	500	30,838	-	-
PETROCHINA	425	46,638	-	-
POWERSHARES GLOBAL WATER	1,800	31,282	-	-
STREET TRACKS GOLD TRUST	800	46,994	46,994	65,968
TITAN	1,500	29,403	-	-
TATA MOTORS LTD	2,000	32,456	32,456	37,720
TEEKAY LNG PARTNERS	1,200	35,513	33,934	35,604
UNIVISION COMMUNICATIONS	1,000	36,114	-	-
URS CORP	600	27,330	27,330	32,598
AMERICA MOVIL	800	-	46,308	49,112
AMERICAN TOWER CORP	1,250	-	52,742	53,250
GENERAL ELECTRIC	1,300	-	50,422	48,191
NABORS INDUSTRIES, LTD	1,000	-	30,073	27,390
PEABODY ENERGY CORP	500	-	23,764	30,820
POWERSHARES QQQ TRUST	500	-	25,881	25,610
POWERSHARES WATER	1,800	-	31,282	38,520
SBA COMMUNICATIONS	1,000	-	32,303	33,840
SCHLUMBERGER LTD	200	-	18,129	19,674
SECTOR SPDR TRUST	400	-	30,717	31,740
CHOICE HOTELS	20,000	-	757,800	664,000
TOTAL CORPORATE STOCK		21,569,131	28,813,599	35,879,788